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(1912-1977)
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(1936-1989)

* NOT ADMITTED IN MARYLAND

RECORDATION NO

FILED 1426

DEC 27 1989 - 11 35 AM

INTERSTATE COMMERCE COMMISSION

OFFICES IN
WASHINGTON, D. C.

NEW YORK

NEW JERSEY

WRITER'S DIRECT DIAL NUMBER

December 27, 1989

HAND DELIVERED

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303(a) are two (2) copies of the Full Termination and Release of Security Interests and Liens dated October 2, 1989, relating to a Finance Agreement and related documents, each dated April 1, 1978 (collectively, the "Finance Agreement"), duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. Section 11303 on September 14, 1988, under recordation number 15017, which Finance Agreement is a primary document as defined in the Commission's Rules for the Recordation of Document.

The name and address of the party to the enclosed Release is:

1321

Secured Party: Mellon Bank (East) N.A.,
successor to Girard Bank as agent
for The Paul Revere Life Insurance Company
Philadelphia, Pennsylvania

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

Ms. Noreta R. McGee
December 27, 1989
Page 2

Also enclosed is our check in the amount of \$15.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a filed-stamped copy of the enclosed document to Patrick K. Cameron, Esq., Ober, Kaler, Grimes & Shriver, 1600 Maryland National Bank Building, 10 Light Street, Baltimore, Maryland 21202.

A short summary of the enclosed document to appear in the Commission's Index is:

Full Termination and Release of Security Interests and Liens dated October 2, 1989, executed by Mellon Bank (East) N.A., successor to Girard Bank, as agent for The Paul Revenue Life Insurance Company, Secured Party, covering 25 100-ton steel coil gondola cars bearing road nos. CR 627900 through CR 627924, inclusive.

Very truly yours,


Patrick K. Cameron

PKC/pml
Enclosures

SCHEDULE A

Twenty-five (25) steel coil gondola cars with lift off covers on 100-ton trucks AAR mechanical designation GBSR, bearing Road Nos. CR627900 through 627924, inclusive.

FULL TERMINATION AND RELEASE
OF SECURITY INTERESTS AND LIENS

RECORDATION NO. 9321-11 FILED 1425

DEC 27 1989 -11 35 AM

INTERSTATE COMMERCE COMMISSION

The undersigned, Mellon Bank (East) N.A., Successor to Girard Bank, as agent for The Paul Revere Life Insurance Company, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby terminates, releases and discharges any and all rights, security interests, liens and other interests of Mellon Bank (East) N.A., Successor to Girard Bank, as agent for The Paul Revere Life Insurance Company in, to and under the Finance Agreement and related documents, all dated April 1, 1978, executed by Radnor Associates, Ltd. as vendee or debtor, and Mellon Bank (East) N.A., Successor to Girard Bank, as agent for The Paul Revere Life Insurance Company as investor or secured party, recorded with the Interstate Commerce Commission on September 14, 1988 at 2:50 p.m. Eastern Daylight Saving Time, under Recordation Number 15817 (the "Security Agreement"), and in all "collateral" under and as defined in the Conditional Sales Agreement, including but not limited to, all of Radnor Associates, Ltd.'s right, title and interest in and to 25 covered coil-steel cars, any lease thereof, and all proceeds and products of the foregoing; and hereby terminates the Finance Agreement and related documents.

Executed as of this 2nd day of October, 1989.

MELLON BANK (EAST) N.A. SUCCESSOR
TO GIRARD BANK, AS AGENT

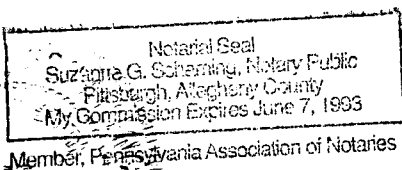
By: [Signature]
Name: D. J. ZUPAN
Title: VICE PRESIDENT

COMMONWEALTH OF PENNSYLVANIA)
) ss.
COUNTY OF ALLEGHENY)

On this 4th day of October, 1989, before me personally appeared D. J. ZUPAN, to me personally known, who being by me duly sworn, says that (s)he is the VICE PRESIDENT of Mellon Bank (East) N.A. a National Banking Association, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

WITNESS my hand and official seal.

(SEAL)



[Signature]
Notary Public in and for said
County of Allegheny,
Commonwealth of Pennsylvania

My commission expires:
June 7, 1993